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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:
In re	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
Debtors.¹	:
	:
-----X	

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

**NOTICE OF FILING OF PLAN SUPPLEMENT IN
CONNECTION WITH MODIFIED SECOND AMENDED JOINT CHAPTER 11
PLAN OF SEARS HOLDINGS CORPORATION AND ITS AFFILIATED DEBTORS**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

PLEASE TAKE NOTICE that on October 15, 2018 and continuing thereafter, Sears and its debtor affiliates (collectively, the “**Debtors**”), each commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

PLEASE TAKE FURTHER NOTICE that on June 28, 2019, the Debtors filed the *Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and its Affiliated Debtors* (ECF No. 4389) (as modified by the *Modified Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and its Affiliated Debtors* (ECF No. 4476)) and related disclosure statement (ECF No. 4390) (as modified by the *Disclosure Statement for the Modified Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and its Affiliated Debtors* (ECF No. 4478)) (the “**Disclosure Statement**”). By order dated June 28, 2019 (ECF No. 4392), the Court approved the adequacy of the information contained in the Disclosure Statement, and the Debtors commenced solicitation of the Plan (as defined below) shortly thereafter.

PLEASE TAKE FURTHER NOTICE that, in accordance with the Plan, the Debtors hereby file this Plan Supplement consisting of the following documents:

Exhibit A	Schedule of Individuals or Entities Not Considered “Released Parties” or “Related Parties” Under the Plan
Exhibit C	Schedule of Assumed Executory Contracts and Unexpired Leases
Exhibit D	Toggle Plan Intercompany Loan Interest Rate
Exhibit E	Liquidating Trustee
Exhibit F	Primary Trust Litigation Counsel

PLEASE TAKE FURTHER NOTICE that the documents, schedules, and other information contained in this Plan Supplement are integral to and part of the Plan.

PLEASE TAKE FURTHER NOTICE that the documents contained in this Plan Supplement remain subject to (a) further review, negotiation, and modification, and (b) final documentation in a manner consistent with the Plan. The Debtors, in accordance with the Plan, reserve the right to amend, modify, or supplement this Plan Supplement through the Effective Date, and any of the schedules, exhibits, and designations contained herein.

PLEASE TAKE FURTHER NOTICE that the Plan Supplement can be viewed and obtained (a) by accessing the Court's website at www.nysb.uscourts.gov or (b) from the Debtors' claims and noticing agent, Prime Clerk, LLC ("**Prime Clerk**"). In addition, a copy of the Plan Supplement will be provided on request free of charge by contacting Prime Clerk by calling (844) 384-4460 (domestic toll-free) or (929) 955-2419 (international) or emailing <https://restructuring.primeclerk.com/sears>. Note that a PACER password is needed to access documents on the Court's website.

Dated: July 26, 2019
New York, New York

/s/ Sunny Singh
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Exhibit A

**SCHEDULE OF INDIVIDUALS OR ENTITIES NOT CONSIDERED
“RELEASED PARTIES” OR “RELATED PARTIES” UNDER THE PLAN**

The following individuals and entities have been identified by the Primary Trust Litigation Counsel as individuals and entities which may be named as defendants to one or more estate Causes of Action owned by, or for the benefit of, the Debtors or their Estates.

Certain of such Causes of Action have already been set forth in the adversary proceeding filed by the Debtors, Case No. 19-AP-08250 (RDD) (the “**Adversary Proceeding**”), and the Primary Trust Litigation Counsel anticipates that the Liquidating Trust will plead additional Causes of Action and name additional defendants in an amended complaint following its formation. The below list of potential defendants may be amended or supplemented in advance of the Effective Date, subject to the agreement of the Debtors and the Creditors’ Committee and in consultation with the prospective members of the Liquidating Trust Board or as otherwise determined by the Bankruptcy Court.

	Name of Individual or Entity
1	All defendants presently named in the Adversary Proceeding
2	Benefit Street 2018, LLC
3	Canary SC Master Fund, L.P.
4	Cascade Investments, LLC
5	Crescent 1, L.P.
6	CRS Master Fund, L.P.
7	Cushman & Wakefield, Inc.
8	Cyrus 1740 Master Funds, L.P.
9	Cyrus Capital Partners, L.P.
10	Cyrus Opportunities Master Fund II, Ltd.
11	Cyrus Select Opportunities Master Fund, L.P.
12	Cyrus Special Strategies Master Fund, L.P.
13	Paul G. DePodesta
14	Duff & Phelps LLC
15	Scott Huckins

16	William Hutchinson
17	Joseph Jordan
18	Jennifer Joye
19	William C. Kunkler
20	Lawrence Meerschaert
21	Leena Munjal
22	Robert Phelan
23	Jodie Quinn
24	Ann N. Reese
25	Robert Riecker
26	Dave Rodney
27	Robert Schriesheim
28	Karen Smathers
29	Luke Valentino
30	Paris Wells
31	To be identified Sears Holdings Corp. shareholders who participated in the Lands' End Spin-off
32	To be identified Sears Holdings Corp. shareholders who participated in the Seritage Rights Offering

Exhibit B

LIQUIDATING TRUST AGREEMENT

[To Come.]

Exhibit C**SCHEDULE OF ASSUMED EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

#	<u>Debtor Counterparty(s)</u>	<u>Counterparty Name</u>	<u>Contract Title</u>	<u>Contract Type</u>	<u>Contract Number</u>	<u>Cure Amount</u>
1	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	EXCESS WORKERS' COMPENSATION	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	WCU C65226273	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
2	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	WORKERS' COMPENSATION	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	WLR C65226236	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
3	SEARS HOLDINGS CORPORATION	ACE FIRE UNDERWRITERS INSURANCE COMPANY	WORKERS' COMPENSATION	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	SCF C65226315	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
4	SEARS HOLDINGS CORPORATION	ACE PROPERTY AND CASUALTY INSURANCE COMPANY	LEAD UMBRELLA	INSURANCE POLICY AGREEMENT	XOO G28144799 003	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
5	SEARS HOLDINGS CORPORATION	FEDERAL INSURANCE COMPANY	COMPREHENSIVE CRIME	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	82472277	\$0
6	KMART CORPORATION; SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	GENERAL LIABILITY - MAHOPAC	INSURANCE POLICY AGREEMENT. LISTED THE MULTIPLE ENTITIES IN CONTRACT.	CGO G71097778	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
7	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	GENERAL LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	HDO G71097614	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
8	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	GENERAL LIABILITY - SIMON	INSURANCE POLICY AGREEMENT	HDO G71097651	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)

#	<u>Debtor Counterparty(s)</u>	<u>Counterparty Name</u>	<u>Contract Title</u>	<u>Contract Type</u>	<u>Contract Number</u>	<u>Cure Amount</u>
9	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	GENERAL LIABILITY - MACERICH	INSURANCE POLICY AGREEMENT	HDO G71097699	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
10	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	GENERAL LIABILITY - GGP	INSURANCE POLICY AGREEMENT	HDO G71097730	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
11	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	AUTO LIABILITY - NON-PPT	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	ISA H25159871	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
12	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	AUTO LIABILITY - NH	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	ISA H25159883	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
13	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	AUTO LIABILITY - PPT	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	ISA H25159895	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
14	SEARS HOLDINGS CORPORATION	ACE AMERICAN INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	RLOD3739824A011	Counterparty asserts Cure Amount exceeds \$0 (see Cure Objection at ECF No. 1900)
15	INNOVEL SOLUTIONS, INC.	ACE FIRE UNDERWRITERS INSURANCE COMPANY	PROFESSIONAL - INNOVEL	INSURANCE POLICY AGREEMENT	G2823708A 002	\$0
16	SEARS HOLDINGS CORPORATION	AIG	WORKERS COMPENSATION INSURANCE POLICY	INSURANCE POLICY AGREEMENT. LISTED THE MULTIPLE ENTITIES IN CONTRACT.	DBP1271076	\$0
17	SEARS HOLDINGS CORPORATION	AIG	AUTO LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT. LISTED THE MULTIPLE ENTITIES IN CONTRACT.	UNASSIGNED	\$0

#	<u>Debtor Counterparty(s)</u>	<u>Counterparty Name</u>	<u>Contract Title</u>	<u>Contract Type</u>	<u>Contract Number</u>	<u>Cure Amount</u>
18	SEARS HOLDINGS CORPORATION	AIG	GENERAL LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT. LISTED THE MULTIPLE ENTITIES IN CONTRACT.	UNASSIGNED	\$0
19	SEARS HOLDINGS CORPORATION	AIG EUROPE LIMITED	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREGMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PTNAM1802875	\$0
20	SEARS HOLDINGS CORPORATION	ALLIED WORLD ASSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREGMENT. APPLIES TO THE DEBTOR'S AFFILIATES	P003839/015	\$0
21	SEARS HOLDINGS CORPORATION	ALLIED WORLD ASSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREGMENT. APPLIES TO THE DEBTOR'S AFFILIATES	P043866/001	\$0
22	SEARS HOLDINGS CORPORATION	ARGO RE LTD.	9TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	ARGO-ASIDE-17-001041.1	\$0
23	SEARS HOLDINGS CORPORATION	ASPEN SPECIALTY INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREGMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PXAA52818	\$0
24	SEARS HOLDINGS CORPORATION	AXA INSURANCE COMPANY	FINE ARTS FLOATER - THE UNIVERSE	INSURANCE POLICY AGREEMENT	01-334-12-17-00034	\$0
25	SEARS HOLDINGS CORPORATION	AXIS INSURANCE COMPANY	8TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	MCN738227/01/2017	\$0
26	SEARS HOLDINGS CORPORATION	AXIS INSURANCE COMPANY	COMPREHENSIVE CRIME	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	MCN793165012018	\$0

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27	SEARS HOLDINGS CORPORATION	BERKSHIRE HATHAWAY SPECIALTY INSURANCE COMPANY	EXCESS LIABILITY	INSURANCE POLICY AGREEMENT	47-XSF-302809-03	\$0
28	SEARS HOLDINGS CORPORATION	BUNKER HILL INTERNATIONAL INSURANCE BERMUDA	PUNITIVE DAMAGES	INSURANCE POLICY AGREEMENT	748901	\$0
29	SEARS HOLDINGS CORPORATION	CHUBB BERMUDA INSURANCE LTD.	EXCESS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	SHLD-0221/BSF03	\$0
30	SEARS HOLDINGS CORPORATION	CHUBB BERMUDA INSURANCE LTD.	PUNITIVE DAMAGES	INSURANCE POLICY AGREEMENT	SHLD-PD/18	\$0
31	SEARS HOLDINGS CORPORATION	CONTINENTAL CASUALTY COMPANY	5TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	596686796	\$0
32	SEARS HOLDINGS CORPORATION	CRUM & FORSTER	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PPP-910258	\$0
33	SEARS HOLDINGS CORPORATION	ENDURANCE WORLDWIDE INSURANCE LTD.	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PTNAM1802912	\$0
34	SEARS HOLDINGS CORPORATION	EVEREST NATIONAL INSURANCE COMPANY	EXCESS LIABILITY	INSURANCE POLICY AGREEMENT	XC5EX00224-181	\$0
35	SEARS HOLDINGS CORPORATION	GREAT LAKES INSURANCE SE	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PTNAM1802903	\$0
36	SEARS HOLDINGS CORPORATION	HAMILTON RE, LTD.	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PX18-4217-01	\$0

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37	SEARS HOLDINGS CORPORATION	HDI GLOBAL INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	XPD1488701	\$0
38	SEARS HOLDINGS CORPORATION	HISCOX \$2M / ACT \$3M	4TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT	FSUSC1802479	\$0
39	SEARS HOLDINGS CORPORATION	HISCOX INSURANCE COMPANY INC.	KIDNAP AND RANSOM	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	UKA3001668.16	\$0
40	SEARS HOLDINGS CORPORATION	HUDSON SPECIALTY INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	HCS102360	\$0
41	SEARS HOLDINGS CORPORATION	ILLINOIS NATIONAL INSURANCE CO.	GENERAL LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT	GL5425886	\$0
42	SEARS HOLDINGS CORPORATION	ILLINOIS NATIONAL INSURANCE CO.	GENERAL LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT	GL5425887	\$0
43	SEARS HOLDINGS CORPORATION	ILLINOIS NATIONAL INSURANCE CO.	GENERAL LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT	GL8425888	\$0
44	SEARS HOLDINGS CORPORATION	ILLINOIS NATIONAL INSURANCE COMPANY (AIG)	14TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	01-423-04-29	\$0
45	SEARS HOLDINGS CORPORATION	ILLINOIS NATIONAL INSURANCE COMPANY (AIG)	4TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	01-423-10-78	\$0
46	SEARS HOLDINGS CORPORATION	ILLINOIS UNION INSURANCE COMPANY (ACE)	POLLUTION LEGAL LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PPLG24882688 001	\$0
47	SEARS HOLDINGS CORPORATION	IRONSHORE SPECIALTY INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	000423109	\$0

#	<u>Debtor Counterparty(s)</u>	<u>Counterparty Name</u>	<u>Contract Title</u>	<u>Contract Type</u>	<u>Contract Number</u>	<u>Cure Amount</u>
48	SEARS HOLDINGS CORPORATION	LIBERTY MUTUAL FIRE INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	MJ2L9L426774038	\$0
49	SEARS HOLDINGS CORPORATION	LLOYD'S OF LONDON (AIG 80% / ACT 20%)	11TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT	FSUSC1801090	\$0
50	SEARS HOLDINGS CORPORATION	LLOYD'S OF LONDON (BEAZLEY 37.5% / ASPEN 15% / ACT 20% / STARTPOINT 12.5% / AIG 15% (UK))	10TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	FSUSC1801088	\$0
51	SEARS HOLDINGS CORPORATION	LLOYD'S OF LONDON (BEAZLEY)	1ST EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	FSUSC1800413	\$0
52	SEARS HOLDINGS CORPORATION	LLOYD'S OF LONDON (HISCOX 50% / AIG 30% / ACT 20% (UK))	7TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	FSUSC1800971	\$0
53	SEARS HOLDINGS CORPORATION	LLOYD'S OF LONDON (STARTPOINT 50% / ASPEN 30% / ACT 20% (UK))	6TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	FSUSC1800410	\$0
54	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 1183 (TAL, BRT)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PTNAM1802913	\$0
55	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 1414 (ASC)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PTNAM1802914	\$0
56	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 1955 (BARBICAN)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	042768061808	\$0

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57	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 1955 (BARBICAN)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	042768061812	\$0
58	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 1955 (BARBICAN)	CONTRACT OF INSURANCE	BUYER	42768061808	\$0
59	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 1955 (BARBICAN)	CONTRACT OF INSURANCE	BUYER	42768061812	\$0
60	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 1955 (BARBICAN)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	XPP926068011	\$0
61	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 2468 (NEON)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	BNPD18AA158Z	\$0
62	SEARS HOLDINGS CORPORATION	LLOYD'S SYNDICATE NO. 318 (MSP)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PTNAM1801122	\$0
63	SEARS HOLDINGS CORPORATION	MAGNA CARTA INSURANCE LIMITED	PUNITIVE DAMAGES	INSURANCE POLICY AGREEMENT	MCEV204734	\$0
64	SEARS HOLDINGS CORPORATION	MARKEL BERMUDA LTD.	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	1374862-9606-PRMAN-2018	\$0
65	SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA	AUTO LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	CA97667458	\$0
66	KMART CORPORATION; SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA	AUTO LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT. LISTED THE MULTIPLE ENTITIES IN CONTRACT.	CA9767459	\$0

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67	SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA	GENERAL LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	GL5425885	\$0
68	SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA	GENERAL LIABILITY INSURANCE POLICY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	GL8425889	\$0
69	SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA	WORKERS COMPENSATION INSURANCE POLICY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	WC5565590	\$0
70	SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA	WORKERS COMPENSATION INSURANCE POLICY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	WC5565591	\$0
71	SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA	WORKERS COMPENSATION INSURANCE POLICY	INSURANCE POLICY AGREEMENT. LISTED THE MULTIPLE ENTITIES IN CONTRACT.	WC5565592	\$0
72	SEARS HOLDINGS CORPORATION	NEW HAMPSHIRE INSURANCE CO	WORKERS COMPENSATION INSURANCE POLICY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	012717073	\$0
73	SEARS HOLDINGS CORPORATION	NORTH AMERICAN SPECIALTY INSURANCE COMPANY	3RD EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT	DAX 2000102 00	\$0
74	SEARS HOLDINGS CORPORATION	OLD REPUBLIC INSURANCE COMPANY	13TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	ORPRO 39488	\$0
75	SEARS HOLDINGS CORPORATION	PARTNERRE IRELAND INSURANCE DA	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREETMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PTNAM1802911	\$0

#	<u>Debtor Counterparty(s)</u>	<u>Counterparty Name</u>	<u>Contract Title</u>	<u>Contract Type</u>	<u>Contract Number</u>	<u>Cure Amount</u>
76	SEARS HOLDINGS CORPORATION	STARR INDEMNITY & LIABILITY COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	MASICNY0264US18	\$0
77	SEARS HOLDINGS CORPORATION	STARR SURPLUS LINES INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	SLSTPTY11075718	\$0
78	SEARS HOLDINGS CORPORATION	STARR SURPLUS LINES INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	SLSTPTY11075718	\$0
79	SEARS HOLDINGS CORPORATION	STRATFORD INSURANCE COMPANY (VALIDUS)	12TH EXCESS DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	PDX0000018	\$0
80	SEARS HOLDINGS CORPORATION	TOKIO MARINE AMERICA INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	LCP648016707	\$0
81	SEARS INSURANCE SERVICES, L.L.C.	UNDERWRITERS AT LLOYDS	SEARS INSURANCE SERVICES LLC	INSURANCE POLICY AGREEMENT	MPL1732387.18	\$0
82	SERVICELIVE, INC.	UNDERWRITERS AT LLOYDS	CYBER E&O - SERVICELIVE (NEST)	INSURANCE POLICY AGREEMENT	MPL2078696.18	\$0
83	SEARS HOLDINGS CORPORATION	WESTPORT INSURANCE CORPORATION	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	NAP045210506	\$0
84	SEARS HOLDINGS CORPORATION	XL BERMUDA LTD.	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	XL PRP 714637 18	\$0
85	SEARS HOLDINGS CORPORATION	XL CATLIN (LLOYDS SYNDICATE 2003)	CONTRACT OF INSURANCE	PROPERTY POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	CMCTR1802826	\$0

#	<u>Debtor Counterparty(s)</u>	<u>Counterparty Name</u>	<u>Contract Title</u>	<u>Contract Type</u>	<u>Contract Number</u>	<u>Cure Amount</u>
86	SEARS HOLDINGS CORPORATION	XL SPECIALTY INSURANCE COMPANY	LEAD DIRECTORS & OFFICERS LIABILITY	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	ELU149912-17	\$0
87	SEARS HOLDINGS CORPORATION	ZURICH AMERICAN INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	XPP926068011	\$0
88	SEARS HOLDINGS CORPORATION	ZURICH AMERICAN INSURANCE COMPANY	CONTRACT OF INSURANCE	PROPERTY POLICY AGGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	XPP926068011	\$0
89	SEARS HOLDINGS CORPORATION	NATIONAL UNION FIRE INS CO OF PITTSBURGH, PA	BUSINESS TRAVEL ACCIDENT	INSURANCE POLICY AGREEMENT. APPLIES TO THE DEBTOR'S AFFILIATES	GTP9129594	\$0

Exhibit D

TOGGLE PLAN INTERCOMPANY LOAN INTEREST RATE

Pursuant to Section 1.176 of the Plan, the interest rate payable to lenders of post-Effective Date intercompany loans shall be interest in-kind at 10% per annum.

Exhibit E

LIQUIDATING TRUSTEE

To the extent a Liquidating Trustee is appointed, pursuant to Section 10.7(a) of the Plan, the Liquidating Trustee shall be selected by the vote of a simple majority of the proposed members of the Liquidating Trust Board; *provided that* the proposed members of the Liquidating Trust Board voting in favor of the Liquidating Trustee must also determine that the selection of the Liquidating Trustee is in the best interests of the Liquidating Trust and Liquidating Trust Beneficiaries; *provided, further, that*, if at least four of the five proposed members of the Liquidating Trust Board do not vote for such Liquidating Trustee, then any opposing member may file an objection to the selection of the Liquidating Trustee with the Bankruptcy Court on the grounds that the selection of such Liquidating Trustee is not in the best interests of the Liquidating Trust and Liquidating Trust Beneficiaries.

Exhibit F

PRIMARY TRUST LITIGATION COUNSEL

Pursuant to Section 10.7(a) of the Plan, the Liquidating Trust Board, taking into consideration the best interests of the Liquidating Trust and the Liquidating Trust Beneficiaries, has selected **Akin Gump Strauss Hauer & Feld LLP** as the Primary Trust Litigation Counsel.

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